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Counsel to the Debtors and
 Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION

- - - - - x
 In re: : Chapter 11
 :
 CIRCUIT CITY STORES, INC., : 1Case No. 08-35653 (KRH)
et al., :
 :
 Debtors. : Jointly Administered
 - - - - - X

**ORDER GRANTING APPLICATION OF PAYMENT OF
 ADMINISTRATIVE EXPENSES IN CONNECTION WITH
 TRANSITION SERVICES PROVIDED BY CROWE HORWATH,
 LLP IN ANTICIPATION OF ALFRED SIEGEL'S APPOINTMENT AS
 LIQUIDATING TRUSTEE UNDER SECOND AMENDED PLAN FOR THE
PRE-RETENTION PERIOD JULY 1, 2009 THROUGH FEBRUARY 28, 2010**

Upon consideration of the Application (the
 "Application") of Payment of Administrative Expenses in
 Connection with Transition Services Provided by Crowe
 Horwath, LLP in Anticipation of Alfred Siegel's Appointment

as Liquidating Trustee under Second Amended Plan for the Pre-Retention Period July 1, 2009 through February 28, 2010 (the "Compensation Period"); and the Court having reviewed the Application and the Court having determined that the relief requested in the Application is necessary and appropriate; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Application meets the requirements of the Bankruptcy Code and the compensation and reimbursement of expenses sought in the Application is both fair and reasonable.

2. The Application is hereby approved in its entirety, and compensation for the Compensation Period in the total amount of \$275,329 is hereby approved, and the Debtors are hereby authorized and directed to pay Crowe Horwath, LLP the unpaid portion of such compensation.

3. The reimbursement of expenses for the Compensation Period in the total amount of \$24,533.05 is hereby approved,

and the Debtors are hereby authorized and directed to pay Crowe Horwath, LLP any unpaid portion of such reimbursements.

4. This Court will retain jurisdiction with respect to any dispute concerning the relief granted hereunder.

Dated: Richmond, Virginia

_____, 2010

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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/s/ Douglas M. Foley
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Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley_____

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